

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND**

Janisha P. Price,

Plaintiff,

v.

Waste Management, Inc.,

Defendant.

Case No. 1:13-cv-02535-ELH

DECLARATION OF LINDA J. SMITH

I, Linda J. Smith, make the following declaration under penalty of perjury pursuant to 28 U.S.C §1746 and declare that the following is true and correct:

1. I am over the age of 18, am under no legal disability, and make this declaration based upon my personal knowledge and on information and belief.
2. I am the Corporate Secretary of Waste Management, Inc. (“WMI”), the defendant in this action. I submit this Declaration in support of Defendant’s Motion to Dismiss.
3. Waste Management, Inc. (“WMI”) is a publicly-traded company incorporated under the laws of the state of Delaware with a principal place of business in Houston, TX.
4. WMI is a holding company and is the indirect shareholder and ultimate parent company of Waste Management of Maryland, Inc. (WM-MD), a subsidiary incorporated under the laws of the state of Maryland.

5. WMI is not engaged as an operator in the waste collection business. As a holding company, WMI indirectly owns stock in subsidiaries that provide waste collection, disposal and related services. WMI's indirect subsidiary, WM-MD, employs its own personnel to conduct business in Maryland. Employees of WM-MD are not employees of WMI. WMI is not involved in the hiring, firing, or supervision of day-to-day work activities of employees of WM-MD.

6. WM-MD is engaged in providing waste collection, transfer and disposal services, and recycling and resource recovery. WM-MD is a separate and distinct corporate entity from WMI. In addition, WM-MD has its own officers and directors. WM-MD maintains books and records that are separate from those of WMI.

7. WMI does not conduct, transact, or solicit business in the state of Maryland. WMI is not qualified or licensed to do business in Maryland.

8. WMI does not maintain an agent for service of process in the state of Maryland.

9. WMI does not maintain offices or have a telephone listing or mailing addresses in the state of Maryland. WMI does not have employees in Maryland.

10. WMI has no employees, and there is no transfer or interchange of personnel between WMI and WM-MD. WMI corporate officers have no involvement in the human resources function at WM-MD, or the day-to-day operations of WM-MD operating facilities. WMI is not involved in the hiring, firing or supervising of day-to-day work activities of WM-MD employees; does not control or administer work schedules, work assignments or other terms

and conditions of WM-MD employees; does not enforce WM-MD's employment policies, including its equal employment opportunity, discrimination, harassment and retaliation policies.

DATE: November 25, 2013

Linda J. Smith
Linda J. Smith

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